

The David J. Joseph Company

18173-C
DEC 16 1996 12 42 PM

December 4, 1996

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
12th Street and Constitution Ave., NW
Washington, DC 20423

Dear Mr. Williams:

Enclosed is an original and a copy of the Amendment to Railroad Equipment Lease Agreement dated as of October 8, 1996 between the following parties:

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Lessee: Hobet Mining, Inc.
P.O. Box 6100
Huntington, WV 25701

The lease to which this document is connected is recorded under Recordation No. 18173 and subsequent amendments are recorded under 18173-A and 18173-B.

Please see the document for the Equipment involved in this transaction.

Please file this agreement as a secondary document. The amount of \$22.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julia R. Jones
Contract Assistant

Enclosures

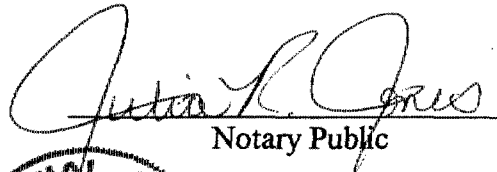
Transportation
Services Division

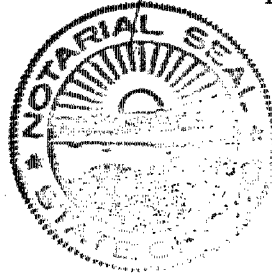
300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
FAX (513) 345-4422

Mail Address:
P.O. Box 1078
Cincinnati, Ohio 45201-1078

CERTIFICATE

The undersigned, Julia Jones, a notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.


Notary Public



JULIA R. JONES
Notary Public, State of Ohio
My Commission Expires Feb. 27, 2000

18173-C
OCT 16 1996 10:41 AM

**AMENDMENT TO
RAILROAD EQUIPMENT LEASE**

This **AMENDMENT TO THE RAILROAD EQUIPMENT LEASE** (the "Amendment"), is entered into this 8th day of October, 1996, by and between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation (hereinafter referred to as "Lessor") and **HOBET MINING, INC.**, a West Virginia corporation (hereinafter referred to as "Lessee") amending that certain Railroad Equipment Lease (the "Lease") dated December 1, 1992, by and between Lessor and Lessee.

WHEREAS, the Lease was duly filed for recordation with the Surface Transportation Board ("STB") (formerly Interstate Commerce Commission ("ICC")) on March 23, 1993, with recordation number 18173.

WHEREAS, Amendments were duly filed for recordation with the STB on November 8, 1993, with recordation number 18173-A and July 29, 1996, with recordation number 18173-B.

WHEREAS, the parties desire to amend the Lease by deleting one (1) gondola railcar marked DJJX 8504 and replacing it with one (1) gondola railcar marked DJJX 8380 (hereinafter collectively referred to as the "Car"), effective as of the delivery date to Lessee's facility at Pine Creek, WV, and subsequent to Lessee's inspection and acceptance of the Car, which shall be evidenced by execution of an Acceptance Certificate in the form attached hereto as Exhibit A. All other terms and conditions of the Lease remain unchanged and in full force and effect.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

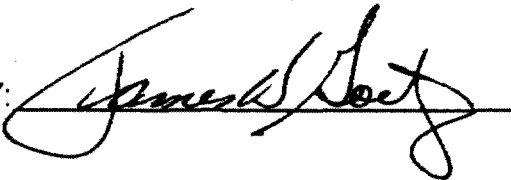
The Lease is amended to reflect the deletion of one (1) railcar marked DJJX 8504 and the addition of one (1) gondola railcar marked DJJX 8380, effective as of the delivery date of the Car to Lessee's facility at Pine Creek, WV, and subsequent to Lessee's inspection and acceptance of the Car, which shall be evidenced by execution of an Acceptance Certificate in the form attached hereto as Exhibit A. All other terms and conditions of the Lease remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Amendment to be executed as of the day and year first above written.

Signed and acknowledged
in the presence of:

LESSOR:

THE DAVID J. JOSEPH COMPANY

BY: 

NAME: James H. Goetz


TITLE: Division Vice President

Signed and acknowledged
in the presence of:

LESSEE:

HOBET MINING, INC.

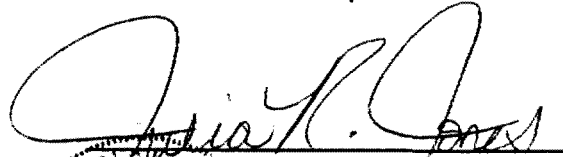
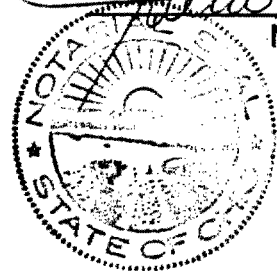
BY: 

 NAME: John Lowe

TITLE: President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 8th day of October, 1996, by James H. Goetz, the Division Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.


Notary Public


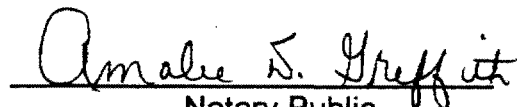
My Commission expires:

2-27-2000

JULIA R. JONES
Notary Public, State of Ohio
My Commission Expires Feb. 27, 2000

STATE OF West Virginia)
) SS:
COUNTY OF Boone)

The foregoing instrument was acknowledged before me this 31st day of October, 1996, by John Lowe, the President of Hobet Mining, Inc., a West Virginia corporation, on behalf of the corporation.


Notary Public

My Commission expires:

December 7, 1998

